

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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In re ALUMINUM WAREHOUSING	:	No. 13 MD 2481 (KBF)
ANTITRUST LITIGATION	:	
	:	<u>CLASS ACTION</u>
	:	
This Document Relates To:	:	DECLARATION OF BONNY E. SWEENEY
	:	IN SUPPORT OF PLAINTIFFS' JOINT
ALL ACTIONS.	:	OPPOSITION TO LONDON METAL
	:	EXCHANGE'S MOTION TO DISMISS ALL
	:	COMPLAINTS ON SOVEREIGN
	X	IMMUNITY GROUNDS

I, Bonny E. Sweeney, declare as follows:

1. I am a member at the law firm of Robbins Geller Rudman & Dowd LLP (“Robbins Geller”). I am counsel for Direct Purchaser Plaintiffs Ampal, Inc., Admiral Beverage, Central Aluminum Company, Claridge Products and Equipment, Inc., Custom Aluminum Products, Inc., Extruded Aluminum, Inc., International Extrusions, Inc., Talan Products Inc., and Thule, Inc. I am authorized to practice in this Court and admitted to practice law before all of the courts of the State of California and the State of Massachusetts. I file this declaration in support of the Plaintiffs’ Joint Opposition to London Metal Exchange’s Motion to Dismiss All Complaints on Sovereign Immunity Grounds.

2. Attached hereto are true and correct copies of the following documents:

Exhibit No.	Description
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Exhibit 01:	Europe Economics, Executive Summary regarding London Metal Exchange;
Exhibit 02:	London Metal Exchange Document, Result of Consultation on Changes to LME Policy Regarding the Approval of Warehouses in Relation to Delivery Out Rates, dated November 7, 2013;
Exhibit 03:	Goldman Sachs Press Release, <i>LME Warehousing and Aluminum</i> (July 31, 2013);
Exhibit 04:	David Kocieniewski, <i>A Shuffle of Aluminum, but to Banks, Pure Gold</i> , <i>The New York Times</i> (July 20, 2013);
Exhibit 05:	London Metal Exchange Press Release, <i>HKEx and LME announce completion of transaction</i> (Dec. 6, 2012);
Exhibit 06:	Josh Noble and Michael Hunter, <i>HKEx raises \$1bn after sealing LME deal</i> , <i>Financial Times</i> (Nov. 30, 2012);
Exhibit 07:	Jack Farchy, <i>Valuing the London Metal Exchange</i> , <i>Financial Times</i> (Feb. 22, 2012);
Exhibit 08:	Articles of Association of The London Metal Exchange (Adopted by Special Resolution passed on 13 December 2012 with effect from 13 December 2012);

- Exhibit 09: The Companies Act 2006 a Private Company Limited by Shares New Articles of Association of LME Holdings Limited (Adopted by Special Resolution Passed on 13 December 2012);
- Exhibit 10: The London Metal Exchange, Fees;
- Exhibit 11: Agnieszka Troszkiewicz, *LME Revenue Advanced 28% Last Year After Higher Fee, Bloomberg* (Feb. 28, 2013);
- Exhibit 12: Agnieszka Troszkiewicz, *JPMorgan Poised to Make 157% on MF Global's LME Shares, Bloomberg* (Jun 20, 2012);
- Exhibit 13: The London Metal Exchange, FAQs – LME warehousing consultation (Nov. 2013);
- Exhibit 14: London Metal Exchange Executive Committee;
- Exhibit 15: London Metal Exchange Board Members;
- Exhibit 16: Financial Conduct Authority, Press Release, *FCA Statement on the London Metal Exchange (LME)* (July 11, 2013);
- Exhibit 17: Financial Conduct Authority, *Regulating the commodity markets: a guide to the role of the FCA* (February 2014);
- Exhibit 18: Bank of England Prudential Regulation Authority, Recognised Investment Exchanges and Recognised Overseas Investment Exchanges (Provided by the Financial Conduct Authority);
- Exhibit 19: The London Bullion Market Association Home Page;
- Exhibit 20: The London Bullion Market Association, Governance & Regulation;
- Exhibit 21: The London Platinum and Palladium Home Page;
- Exhibit 22: The London Platinum and Palladium, A Guide to the London Precious Metals Markets;
- Exhibit 23: Financial Services and Markets Act 2000 (c. 8) Schedule 4 – Treaty Rights (Apr. 7, 2014);
- Exhibit 24: London Metal Exchange Document, Confirmation of Changes to LME Policy for Approval of Warehouses in Relation to Delivery Out Rates (Dec. 20, 2012);
- Exhibit 25: London Metal Exchange, Warehousing Committee;
- Exhibit 26: London Metal Exchange, Warehousing Committee, Terms of Reference;
- Exhibit 27: *REFILE-UPDATE 1-Hong Kong Exchange Reports 2 pct rise in Q1 profit, Reuters* (May 8, 2014);

- Exhibit 28: London Metal Exchange North American Roadshow (February 2014);
- Exhibit 29: London Metal Exchange Webpage regarding CRU North American Aluminum Trends 2014;
- Exhibit 30: London Metal Exchange Official Twitter Page;
- Exhibit 31: London Metal Exchange, LME Policy Regarding the Approval of Warehouses, Revised 1 April 2014;
- Exhibit 32: Excerpts of Hearing Transcript, held April 25, 2014;
- Exhibit 33: Andrea Hotter, *LME Plans to Open an Office in The USA – Jones Metal Bulletin* (Mar. 14, 2014); and
- Exhibit 34: London Metal Exchange Warehouse Agreement.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed this 12th day of May, 2014, at San Diego, California.

s/ Bonny E. Sweeney

BONNY E. SWEENEY